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EDGAR S. WOOLARD, JR., and APPLE INC.

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN JOSE DIVISION

MARTIN VOGEL and KENNETH
MAHONEY, on Behalf of Themselves and
All Other Similarly Situated,

Plaintiffs,

v.

STEVEN JOBS, PETER OPPENHEIMER,
FRED ANDERSON, WILLIAM V.
CAMPBELL, MILLARD S. DREXLER,
ALBERT GORE, JR., ARTHUR D.
LEVINSON, JEROME B. YORK AND
APPLE COMPUTER, INC.

Defendants.

Case No. C-06-05208-JF

**DECLARATION OF VIVI N. TRAN
IN SUPPORT OF MOTION TO
DISMISS CONSOLIDATED CLASS
ACTION COMPLAINT**

Date: September 7, 2007
Time: 9:00 a.m.
Department: Ctrm 3, 5th Floor
Action Filed: August 24, 2006
Trial Date: None Set
Judge: Honorable Jeremy Fogel

DECLARATION OF VIVI N. TRAN

I, VIVI N. TRAN, declare as follows:

1. I am an attorney duly licensed before all of the courts of the State of California. I am an associate in the law firm of O'Melveny & Myers LLP, counsel of record for defendants Apple Inc. ("Apple"), Steven P. Jobs, William V. Campbell, Millard S. Drexler, Arthur D. Levinson, Jerome B. York, Gareth C.C. Chang, Peter O. Crisp, Lawrence J. Ellison, B. Jurgen Hintz, Katherine M. Hudson, Delano E. Lewis, A.C. Markkula, Jr., and Edgar S. Woolard, Jr. ("defendants"). I make this declaration in support of defendants' Motion to Dismiss Consolidated Class Action Complaint. I have personal knowledge of the matters stated herein and, if called upon, could competently testify thereto.

2. Attached hereto as **Exhibit A** is a true and correct copy of Apple's Definitive Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934 on Schedule 14A, filed with the United States Securities and Exchange Commission on March 16, 1998. I obtained this true and correct copy from the SEC's official website, at <http://www.sec.gov/Archives/edgar/data/320193/0001047469-98-010062.txt>, on April 29, 2007.

3. Attached hereto as **Exhibit B** is a true and correct copy of Apple's Current Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 on Form 8-K, filed with the United States Securities and Exchange Commission on April 24, 2007. I obtained this true and correct copy from the SEC's official website, at <http://sec.gov/Archives/edgar/data/320193/000110465907030938/0001104659-07-030938-index.htm>, on May 29, 2007.

4. Attached hereto as **Exhibit C** is a true and correct copy of Apple's Registration Statement on Form S-8, filed with the United States Securities and Exchange Commission on July 31, 1998. I obtained this true and correct copy from the SEC's official website, at <http://www.sec.gov/Archives/edgar/data/320193/0000320193-98-000007.txt>, on April 30, 2007.

5. Attached hereto as **Exhibit D** is a true and correct copy of Apple's press release dated June 29, 2006, entitled "Apple to Investigate Stock Option Grants." I obtained this true and correct copy from Apple's website, at <http://www.apple.com/pr/library/2006/jun/29stock.html>, on

1 April 16, 2007.

2 6. Attached hereto as **Exhibit E** is a true and correct copy of Apple's Annual Report
3 Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 on Form 10-K, filed with
4 the United States Securities and Exchange Commission on December 29, 2006. I obtained this
5 true and correct copy from the SEC's official website, at
6 <http://www.sec.gov/Archives/edgar/data/320193/000110465906084288/0001104659-06-084288->
7 [index.htm](http://www.sec.gov/Archives/edgar/data/320193/000110465906084288/0001104659-06-084288-index.htm), on April 20, 2007.

8 7. Attached hereto as **Exhibit F** is a true and correct copy of Apple's Current Report
9 Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 on Form 8-K, filed with
10 the United States Securities and Exchange Commission on May 16, 2007. I obtained this true and
11 correct copy from the SEC's official website, at
12 <http://sec.gov/Archives/edgar/data/320193/000110465907040672/0001104659-07-040672->
13 [index.htm](http://sec.gov/Archives/edgar/data/320193/000110465907040672/0001104659-07-040672-index.htm), on May 23, 2007.

14 I declare under penalty of perjury under the laws of the State of California that the
15 foregoing is true and correct.

16 Executed this 8th day of June 2007 at Menlo Park, California.

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18 /s/ Vivi N. Tran
19 Vivi N. Tran

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